Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation
The Potters Hands Foundation

A Employer identification number
20-0753745

Number and street (or P O box number if mail is not delivered to street address) PO Box 4667 | Room/suite

B Telephone number (see instructions)
(480) 991-2028

City or town, state or province, country, and ZIP or foreign postal code
Scottsdale, AZ 85261

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 1,827,194

J Accounting method ☐ Cash ☑ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	4,935	3,438	4,935	
	4	Dividends and interest from securities	60,732	60,732	60,732	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	265,394			
	b	Gross sales price for all assets on line 6a 524,391				
	7	Capital gain net income (from Part IV, line 2)		265,394		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	4,885	2,697		
	12	**Total.** Add lines 1 through 11	335,946	332,261	65,667	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,000	2,000		2,000
	c	Other professional fees (attach schedule)	15,680	15,680		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	4,119	145		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	414	5		392
	24	**Total operating and administrative expenses.** Add lines 13 through 23	22,213	17,830		2,392
	25	Contributions, gifts, grants paid	60,700			60,700
	26	**Total expenses and disbursements.** Add lines 24 and 25	82,913	17,830		63,092
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	253,033			
	b	**Net investment income** (if negative, enter -0-)		314,431		
	c	**Adjusted net income** (if negative, enter -0-)			65,667	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	10,707	19,805	19,805
	2	Savings and temporary cash investments	82,936	60,046	60,046
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ 87,322 Less allowance for doubtful accounts ▶	77,580	87,322	87,322
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	115,983	115,255	115,255
	b	Investments—corporate stock (attach schedule)	1,116,371	1,052,983	1,052,983
	c	Investments—corporate bonds (attach schedule)	51,655	50,182	50,182
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	341,519	441,601	441,601
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,796,751	1,827,194	1,827,194
Liabilities	17	Accounts payable and accrued expenses	2,000		
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	2,000	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	1,794,751	1,827,194	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	1,794,751	1,827,194	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,796,751	1,827,194	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,794,751
2	Enter amount from Part I, line 27a	2	253,033
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,047,784
5	Decreases not included in line 2 (itemize) ▶	5	220,590
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,827,194

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	265,394
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	-4,117

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013			
2012			
2011			
2010			
2009			

2	**Total** of line 1, column (d)	2	
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	6,289
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	6,289
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	6,289
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,440		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,440
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	3
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	3,852
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ **Refunded** ▶			11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	If the answer is "Yes" to ***1a*** *or* ***1b,*** *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶AZ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶RICHARD A CREW Telephone no ▶(480) 991-2028

Located at ▶PO BOX 4667 SCOTTSDALE AZ ZIP+4 ▶85261

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ | 15 |

		Line	Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*.	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		**No**
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**No**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 PROVIDED FUNDING FOR A DEVELOPMENTAL DIRECTOR SERVING THE URBAN POOR OF PHOENIX, AZ	5,000
2 URBAN YOUTH MINISTRY CERTIFICAT PROGRAM	8,800
3 FUNDING FOR THE MAJOR DONOR (DEVELOPMENT) POSITION	25,000
4 EXPANSION OF AN ART THERAPY PROGRAM and STREET LIGHT USA FOR MINOR GIRLS TRANSITIONING FROM THE SEX TRAFFICKING INDUSTRY	7,500

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,401,025
b	Average of monthly cash balances	1b	101,231
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,502,256
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,502,256
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,534
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,479,722
6	**Minimum investment return.** Enter 5% of line 5	6	73,986

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	73,986
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 6,289		
b	Income tax for 2014 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	6,289
3	Distributable amount before adjustments Subtract line 2c from line 1	3	67,697
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	67,697
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	67,697

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	63,092
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	63,092
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	63,092

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				67,697
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.				
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2014				
a From 2009. 79,028				
b From 2010. 21,880				
c From 2011.				
d From 2012.				
e From 2013.				
f **Total** of lines 3a through e.	100,908			
4 Qualifying distributions for 2014 from Part XII, line 4 ► $ 63,092				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				63,092
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	4,605			4,605
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	96,303			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	74,423			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	21,880			
10 Analysis of line 9				
a Excess from 2010. . . . 21,880				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . .				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			**(e) Total**
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or email address of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ 3a				60,700
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	4,935	
4 Dividends and interest from securities. . . .			14	60,732	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	2,697	
8 Gain or (loss) from sales of assets other than inventory			18	265,394	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a MISCELLANEOUS			1	2,188	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				335,946	

13 Total. Add line 12, columns (b), (d), and (e). 13 335,946

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

****** | 2015-08-04 | ******

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Lori A Davis CPA				P00175810

Firm's name ▶ RONALD BLUE & CO CPAS & CONSULTANTS LLP

Firm's EIN ▶

Firm's address ▶ 60 E Rio Salado Pkwy Suite 703 Tempe, AZ 852819501

Phone no (480) 214-7476

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Richard Crew PO BOX 4667 SCOTTSDALE, AZ 85261	President/Treas 3 00	0		
DANIELLE DEARBORN PO BOX 4667 SCOTTSDALE, AZ 85261	Secretary 3 00	0		
DEANNA CREW PO BOX 4667 SCOTTSDALE, AZ 85261	Trustee 3 00	0		
MIKE DEARBORN PO BOX 4667 SCOTTSDALE, AZ 85261	Vice President 3 00	0		
DIANE PALACIOS PO BOX 4667 SCOTTSDALE, AZ 85261	Trustee 3 00	0		
RODRIGO PALACIOS PO BOX 4667 SCOTTSDALE, AZ 85261	Trustee 3 00	0		

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MOMS IN PRAYER INTERNATIONAL PO BOX 1120 POWAY, CA 92074	NONE	501C3	SUPPORT SCHOOLS AND FAMILIES	5,000
AMERICAN DEFENDING FREEDOM PO BOX 4355 PRESCOTT, AZ 86302	NONE	501C3	PROVIDE SUPPORT MATERIALS TO CHAPLAINS	5,000
NEIGHBORHOOD MINISTRIES 1918 W VANBUREN PHOENIX, AZ 85009	NONE	501C3	SUPPORT HOMELESS FACILITY	5,000
NEIGHBORHOOD MINISTRIES 1918 W VAN BUREN PHOENIX, AZ 85009	NONE	501C3	PARTIAL FUNDING FOR HOPE HOUSE AMERICORPS/ VISTA POSITION	2,400
THE RAG COLLECTION 2931 W LAMAR RD PHOENIX, AZ 85017	NONE	501C3	ART THERAPY PROGRAM	7,500
FULLER YOUTH INSTITUTE 135 N OAKLAND AVE PASADENA, CA 91182	NONE	501C3	URBAN YOUTH MINISTRY CERTIFICATE PROGRAM	8,800
NEIGHBORHOOD MINISTRIES 1918 W VAN BUREN PHOENIX, AZ 85009	NONE	501C3	FUNDING FOR MAJOR DONOR DEVELOPMENT POSITION	25,000
THE CHRISTIAN CHAIN INC 3317 E BELL ROAD PHOENIX, AZ 85032	NONE	501C3	GENERAL OPERATIONS	2,000
Total . . . . ▶ **3a**				60,700

TY 2014 Accounting Fees Schedule

Name: The Potters Hands Foundation

EIN: 20-0753745

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,000	2,000	0	2,000

TY 2014 Other Expenses Schedule

Name: The Potters Hands Foundation

EIN: 20-0753745

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BASIS ADJUSTMENT	5	5		
OFFICE EXPENSE	143			143
PENALTIES	17			
PORTFOLIO DEDUCTIONS	249			249

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491219001215

TY 2014 Other Income Schedule

Name: The Potters Hands Foundation

EIN: 20-0753745

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS	2,188		
Other Investment Income	2,697	2,697	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Other Notes/Loans Receivable Long Schedule

Name: The Potters Hands Foundation

EIN: 20-0753745

Software ID: 14000265

Software Version: 2014v5.0

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
NEIGHBORHOOD MINISTRIES	NONE	87,000	87,322	2013-07	2015-12		0 %		PROGRAM RELATED INVESTMENT		

TY 2014 Other Professional Fees Schedule

Name: The Potters Hands Foundation
EIN: 20-0753745
Software ID: 14000265
Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	15,680	15,680	0	0

TY 2014 Taxes Schedule

Name: The Potters Hands Foundation

EIN: 20-0753745

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	145	145		
INVESTMENT INCOME TAXES	3,974			

Forms 1099 for 2014

1099-B Proceeds From Broker and Barter Exchange Transactions (OMB No. 1545-0715) Copy B, For Recipient

For 2014, Form 1099-B has been redesigned to correlate to the box numbers on Form 8949. As a result, Box 1f and Box 1g have been added to Form 1099-B. If there is an amount in Box 1g, there will be a code in Box 1f explaining the adjustment. The definitions of the codes are as follows: "W" for wash sales, "C" for collectibles, and "D" for Market Discount. Typically, collectibles are taxed at 28% rates. For your convenience, if applicable, we have included the portion subject to Section 988 translation gains and losses and Market Discount in the column titled "Portion Subject to 988 and Market Discount". We have also included gains on collectibles taxed at 28% rates in the last column. If we have included a dagger symbol (†) next to the sale transaction with a net loss, this indicates that Box 7 is checked and you can not take a loss on your tax return based on gross proceeds from a reportable change in control or capital structure reported in Box 1d. Please see instructions for Box 7.

A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which the cost basis information is unknown it is shown separately in the section entitled Noncovered Security Transactions with Unknown Cost Basis. Please review these carefully when preparing your return. Note also that asterisk symbol (*) next to tax cost indicates that the tax cost has been adjusted for current year's return of capital. For sales of noncovered securities we report security description, cusip, date sold, units, federal income tax withheld and gross proceeds to the Internal Revenue Service but we do not report acquisition date, tax cost, adjustment code, adjustments, and type of gain or loss.

Short Term Covered Security Transactions (Box 2 Short Term, Box 3 Cost Basis Reported and Box 6 Gross Proceeds Checked)

DESCRIPTION (BOX 1a)		CUSIP							
Date sold or disposed (Box 1c)	Date acquired (Box 1b)	Units (Box 1a)	Proceeds (Box 1d)	Cost or other basis (Box 1e)	Net Gain/Loss	Code (Box 1f)	Adjustments (Box 1g)	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
APACHE CORPORATION COM		**037411105**							
04/10/14	11/20/13	125	$10,354.25	$11,667.82	$-1,313.57		$0.00	$0.00	$0.00
BHP BILLITON LIMITED		**088606108**							
12/01/14	04/10/14	115	$5,883.28	$8,125.89	$-2,242.61		$0.00	$0.00	$0.00

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Short Term Covered Security Transactions (Box 2 Short Term, Box 3 Cost Basis Reported and Box 6 Gross Proceeds Checked)

DESCRIPTION (BOX 1a) / Date sold or disposed (Box 1c)	Date acquired (Box 1b)	CUSIP / Units (Box 1a)	Proceeds (Box 1d)	Cost or other basis (Box 1e)	Net Gain/Loss	Code (Box 1f)	Adjustments (Box 1g)	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
GOOGLE INC		**38259P508**							
12/01/14	02/10/14	15	$8,101.78	$8,801.04	$-699.26		$0.00	$0.00	$0.00
NOW INC/SH		**67011P100**							
06/11/14	07/12/13	25	$852 18	$734.16	$118.02		$0.00	$0.00	$0.00
Total Short Term Gain/Loss from Covered Security Transactions:			*$25,191.49*	*$29,328.91*	*$-4,137.42*		*$0.00*	*$0.00*	*$0.00*

Report each transaction on Form 8949, Part I, Box A	Gross Proceeds	Tax Cost	Net Gain/Loss	Adjustments
	$25,191.49	**$29,328.91**	**$-4,137.42**	**$0.00**

Long Term Covered Security Transactions (Box 2 Long Term, Box 3 Cost Basis Reported and Box 6 Gross Proceeds Checked)

DESCRIPTION (BOX 1a) / Date sold or disposed (Box 1c)	Date acquired (Box 1b)	CUSIP / Units (Box 1a)	Proceeds (Box 1d)	Cost or other basis (Box 1e)	Net Gain/Loss	Code (Box 1f)	Adjustments (Box 1g)	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
CAPITAL ONE FINANCIAL CORP		**14040H105**							
12/23/14	07/12/13	125	$10,417.38	$8,333.35	$2,084.03		$0.00	$0.00	$0.00
COCA COLA CO		**191216100**							
12/23/14	10/11/11	260	$11,164.67	$8,686.56	$2,478.11		$0.00	$0.00	$0.00
KRAFT FOODS GROUP INC		**50076Q106**							
02/10/14	10/11/11	116	$6,171.12	$4,223.65	$1,947.47		$0.00	$0.00	$0.00

POTTER'S HAND'S FDN - IMA

Long Term Covered Security Transactions (Box 2 Long Term, Box 3 Cost Basis Reported and Box 6 Gross Proceeds Checked)

DESCRIPTION (BOX 1a)		CUSIP								
	Date sold or disposed (Box 1c)	Date acquired (Box 1b)	Units (Box 1a)	Proceeds (Box 1d)	Cost or other basis (Box 1e)	Net Gain/Loss	Code (Box 1f)	Adjustments (Box 1g)	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
MONDELEZ INTERNATIONAL INC		609207105								
	12/23/14	10/11/11	260	$9,771.23	$5,837.27	$3,933.96		$0.00	$0.00	$0.00
Total Long Term Gain/Loss from Covered Security Transactions:				*$37,524.40*	*$27,080.83*	*$10,443.57*		*$0.00*	*$0.00*	*$0.00*

Report each transaction on Form 8949, Part II, Box D	Gross Proceeds	Tax Cost	Net Gain/Loss	Adjustments
	$37,524.40	$27,080.83	$10,443.57	$0.00

Long Term Noncovered Security Transactions (Box 2 Long Term, Box 5 Noncovered Security and Box 6 Gross Proceeds Checked)

DESCRIPTION (BOX 1a)		CUSIP								
	Date sold or disposed (Box 1c)	Date acquired	Units (Box 1a)	Proceeds (Box 1d)	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
AMGEN INC		031162100								
	04/10/14	03/03/09	135	$15,379.24	$6,520.30	$8,858.94		$0.00	$0.00	$0.00
APPLE COMPUTER INC COM		037833100								
	07/02/14	03/03/09	220	$20,534.44	$2,812.18	$17,722.26		$0.00	$0.00	$0.00
	12/23/14	03/03/09	130	$14,643.48	$1,661.74	$12,981.74		$0.00	$0.00	$0 00
CELGENE CORP COM		151020104								
	02/10/14	03/03/09	50	$7,831 88	$2,136.85	$5,695.03		$0.00	$0.00	$0.00
	06/11/14	03/03/09	45	$7,209.75	$1,923.17	$5,286.58		$0.00	$0.00	$0.00

WELLS FARGO

POTTER'S HAND'S FDN - IMA

Long Term Noncovered Security Transactions (Box 2 Long Term, Box 5 Noncovered Security and Box 6 Gross Proceeds Checked)

DESCRIPTION (BOX 1a) / Date sold or disposed (Box 1c)	Date acquired	CUSIP / Units (Box 1a)	Proceeds (Box 1d)	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
CELGENE CORP COM		**151020104**							
07/02/14	03/03/09	80	$7,171.05	$1,709.48	$5,461.57		$0.00	$0.00	$0.00
CHEVRON CORP		**166764100**							
12/23/14	11/04/99	166	$18,917.07	$7,393.64	$11,523.43		$0.00	$0.00	$0.00
COMCAST CORP CLASS A		**20030N101**							
12/23/14	02/09/10	145	$8,377.94	$2,235.90	$6,142.04		$0.00	$0.00	$0.00
ECOLAB INC		**278865100**							
06/11/14	02/09/10	40	$4,373.21	$1,762.40	$2,610.81		$0.00	$0.00	$0.00
07/02/14	02/09/10	260	$28,705.99	$11,455.60	$17,250.39		$0.00	$0.00	$0.00
EXXON MOBIL CORPORATION		**30231G102**							
07/02/14	10/04/95	35	$3,547.07	$644.35	$2,902.72		$0.00	$0.00	$0.00
GILEAD SCIENCES INC		**375558103**							
02/10/14	07/24/09	50	$4,028.70	$1,205.50	$2,823.20		$0.00	$0.00	$0.00
02/10/14	03/03/09	100	$8,057.39	$2,271.43	$5,785.96		$0.00	$0.00	$0.00
07/02/14	03/03/09	225	$19,603.86	$5,110.71	$14,493.15		$0.00	$0.00	$0.00
12/23/14	03/03/09	150	$13,423.05	$3,407.14	$10,015 91		$0.00	$0.00	$0.00
HONEYWELL INTERNATIONAL INC		**438516106**							
07/02/14	01/14/10	40	$3,762.78	$1,688.00	$2,074.78		$0.00	$0.00	$0.00

POTTER'S HAND'S FDN - IMA

Long Term Noncovered Security Transactions (Box 2 Long Term, Box 5 Noncovered Security and Box 6 Gross Proceeds Checked)

DESCRIPTION (BOX 1a)		CUSIP							
Date sold or disposed (Box 1c)	Date acquired	Units (Box 1a)	Proceeds (Box 1d)	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
HONEYWELL INTERNATIONAL INC		**438516106**							
12/23/14	01/14/10	260	$26,540.24	$10,972.00	$15,568.24		$0.00	$0.00	$0.00
INTEL CORP		**458140100**							
06/11/14	05/04/09	11	$306.56	$179.41	$127.15		$0.00	$0.00	$0.00
06/11/14	06/12/96	144	$4,013 19	$3,051.36	$961.83		$0.00	$0.00	$0.00
07/02/14	05/04/09	369	$11,405.71	$6,018.39	$5,387.32		$0.00	$0.00	$0.00
INTERCONTINENTALEXCHANGE GROUPINC		**45866F104**							
02/10/14	03/03/09	50	$10,602.82	$2,761.98	$7,840 84		$0.00	$0.00	$0.00
07/02/14	03/03/09	50	$9,377.79	$2,761.97	$6,615 82		$0.00	$0.00	$0.00
MCDONALDS CORP		**580135101**							
07/02/14	10/17/03	114	$11,464.29	$3,172.62	$8,291.67		$0.00	$0.00	$0 00
10/15/14	10/17/03	35	$3,164.63	$974.05	$2,190.58		$0.00	$0.00	$0.00
12/23/14	10/17/03	50	$4,708.40	$1,391.50	$3,316.90		$0.00	$0.00	$0.00
OCCIDENTAL PETE CORP		**674599105**							
04/10/14	03/03/09	160	$15,106.88	$7,926.40	$7,180.48		$0.00	$0.00	$0.00
QUALCOMM INC		**747525103**							
07/02/14	12/18/06	150	$12,038.75	$5,857.00	$6,181.75		$0.00	$0.00	$0.00

WELLS FARGO

POTTER'S HAND'S FDN - IMA

Long Term Noncovered Security Transactions (Box 2 Long Term, Box 5 Noncovered Security and Box 6 Gross Proceeds Checked)

DESCRIPTION (BOX 1a) / Date sold or disposed (Box 1c)	Date acquired	CUSIP / Units (Box 1a)	Proceeds (Box 1d)	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
STERICYCLE INC COM		**858912108**							
07/02/14	03/03/09	120	$14,292.90	$5,747.64	$8,545.26		$0.00	$0.00	$0.00
TARGET CORP		**87612E106**							
12/23/14	02/09/10	115	$8,594.08	$5,670.65	$2,923.43		$0.00	$0.00	$0.00
3M CO		**88579Y101**							
10/15/14	01/14/10	245	$32,550.00	$20,531.00	$12,019.00		$0.00	$0.00	$0.00
US BANCORP DEL NEW		**902973304**							
12/23/14	03/03/09	190	$8,732.24	$2,426.02	$6,306.22		$0.00	$0.00	$0.00
UNITED TECHNOLOGIES CORP		**913017109**							
02/10/14	05/02/03	5	$556.40	$149.47	$406.93		$0.00	$0.00	$0.00
02/10/14	09/23/09	70	$7,789.64	$4,423.30	$3,366.34		$0.00	$0.00	$0.00
09/24/14	05/02/03	186	$19,712.03	$5,560.47	$14,151.56		$0.00	$0.00	$0.00
ACCENTURE PLC		**G1151C101**							
02/10/14	03/03/09	200	$16,008.07	$5,535.40	$10,472.67		$0.00	$0.00	$0.00
07/02/14	03/03/09	115	$9,303.32	$3,182.86	$6,120.46		$0.00	$0.00	$0.00
Total Long Term Gain/Loss from Noncovered Security Transactions:			*$411,834.84*	*$152,231.88*	*$259,602.96*		*$0.00*	*$0.00*	*$0.00*

Report each transaction on Form 8949, Part II, Box E	Gross Proceeds	Tax Cost	Net Gain/Loss	Adjustments
	$411,834.84	$152,231.88	$259,602.96	$0.00

WELLS FARGO

POTTER'S HAND'S FDN - IMA

Total proceeds reported to IRS on Form 1099-B **$474,550.73**

Proceeds from Gains and Losses Not Reported On Form 1099-B

The following gains, losses or exchanges in your account includes transactions, partnerships, and common trust funds which are either not subject to Form 1099-B reporting or are not registered for 1099-B reporting by us. For individual taxpayers, capital gain or loss transactions which are not received on a Form 1099-B are reportable on Form 8949, Part I, Box C or Part II, Box F. However, if an asset below is not registered for Form 1099-B reporting by us and you receive a separate Form 1099-B from a different payer for this same information, you should follow their 1099-B regarding tax reporting guidelines. If this account holds an interest in a partnership, the cost basis of the sale shown below may or may not have been adjusted since the original purchase. You should consult your tax advisor regarding the tax treatment applicable to these items.

Long Term Transactions (Not reported on Form 1099-B)

DESCRIPTION Date sold or disposed	Date acquired	CUSIP Units	Proceeds	Cost or other basis	Net Gain/Loss	Code	Adjustments	Portion Subject to 988 and Market Discount (included in Net G/L)	Portion Subject to 28% Rates (included in Net G/L)
POWERSHARES DB COMMODITY INDEX		**73935S105**							
07/14/14	07/10/13	1936	$49,754.67	$50,355.36	$-600.69		$0.00	$0.00	$0 00
Total Long Term Gain/Loss Not Reported on Form 1099-B:			*$49,754.67*	*$50,355.36*	*$-600.69*		*$0.00*	*$0.00*	*$0.00*

Report each transaction on Form 8949, Part II, Box F	Gross Proceeds	Tax Cost	Net Gain/Loss	Adjustments
	$49,754.67	**$50,355.36**	**$-600.69**	**$0.00**